

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:

Chapter 11

ENRON CORP., ET AL.,

Case No. 01 B 16034 (ASG)

Debtor,
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AFFIDAVIT OF DISINTERESTEDNESS OF HARRISON J. GOLDIN

HARRISON J. GOLDIN, under penalty of perjury, states and represents as follows:

1. I am Senior Managing Director of Goldin Associates, L.L.C., with offices at 400 Madison Avenue, New York, NY 10017. My *curriculum vitae* is annexed hereto as Exhibit A.
2. To the best of my knowledge, information and belief, with respect to the above captioned Chapter 11 case, I do not have any connection with Enron Corp., Enron North America Corp. or their respective affiliates and subsidiaries (collectively, the ~~A~~Debtor@), the Debtor=s attorney, the Debtor=s creditors or any other parties in interest or their respective attorneys, except as set forth on the attached Exhibit B. I did not file the petition for relief under Title 11 of the United States Code or act as the attorney for any creditor in this proceeding. I believe that I am a ~~A~~disinterested person@ pursuant to and within the meaning of the United States Bankruptcy Code, 11 U.S.C. 101(14).
3. I represent that, to the best of my knowledge and belief, I do not hold or represent any interest adverse to the Debtor=s estate or the Debtor=s creditors in this case, except as set forth on the attached Exhibit B and have no connection with the Debtor, its creditors or any other parties in interest or their respective attorneys in this matter except as set for in Exhibit B.

4. I agree that any professional to be retained by me as examiner shall be pursuant to the standards of section 327(a) of the United States Bankruptcy Code and that all fees of the examiner and my professionals shall be pursuant to fee application under the standards of sections 330 and 331.

s/Harrison J. Goldin
HARRISON J. GOLDIN

Sworn to before me this
11th day of March, 2002

/s/ Theresa A. Bertone
Notary Public

Theresa A. Bertone
Notary Public
State of New York
Qualified Kings County
01BE6040681
Commission Expires 4-24-2002